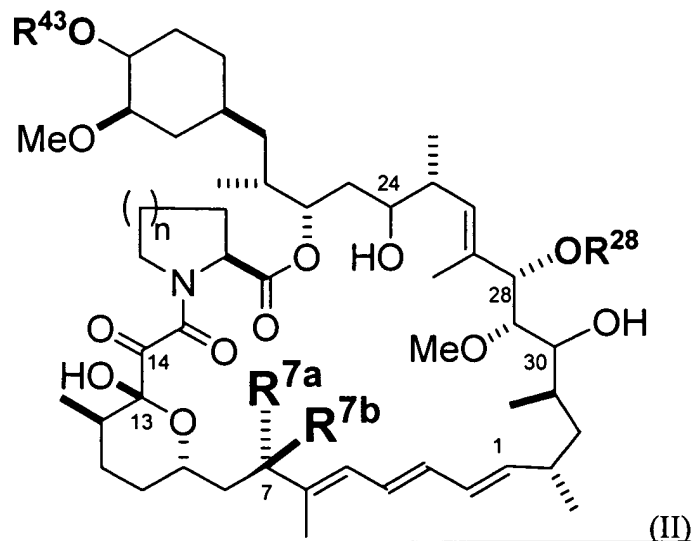
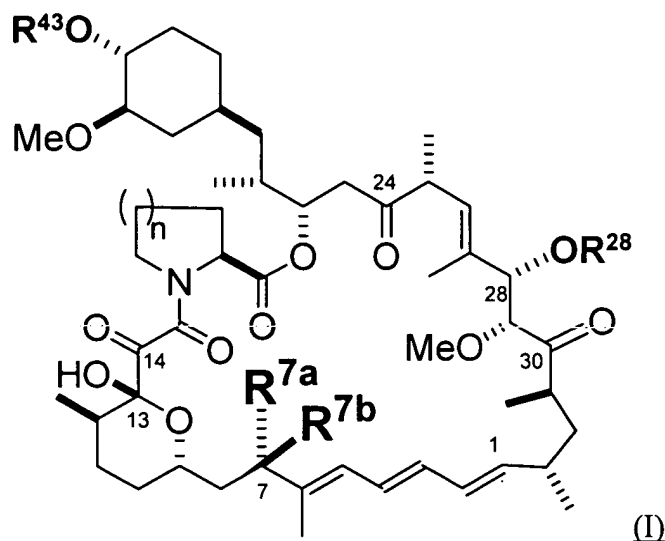


AMENDMENTS TO THE CLAIMS

The following listing of claims will replace all prior versions, and listings, of claims in the application.

1. **(Currently amended)** A compound of the formula I or II:

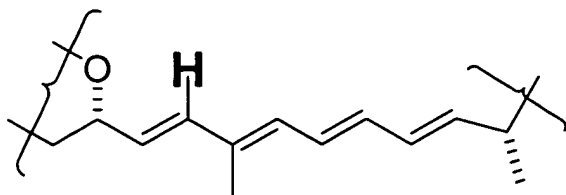


wherein

n is 1 or 2;

R^{28} and R^{43} are independently selected from the group consisting of H and ~~a substituted or unsubstituted aliphatic or acyl moiety~~ an aliphatic, acyl, aroyl or heteroaroyl moiety;

one of R^{7a} and R^{7b} is H and the other is halo, $-R^A$, $-OR^A$, $-SR^A$, $-OC(O)R^A$, $-OC(O)NR^A R^B$, $-NR^A R^B$, $-NR^B C(O)R^A$, $-NR^B C(O)OR^A$, $-NR^B SO_2 R^A$, or $-NR^B SO_2 NR^A R^{B'}$ or $-NR^B C(O)NR^A R^{B'}$; or R^{7a} and R^{7b} taken together, are H in the tetraene moiety:



where R^A is H or ~~an a-substituted or unsubstituted~~ aliphatic, heteroaliphatic, aryl, or heteroaryl moiety; and

where R^B is H, OH or ~~an a-substituted or unsubstituted~~ aliphatic, heteroaliphatic, aryl, or heteroaryl moiety;

where each aliphatic moiety is an independently chosen saturated or unsaturated, branched or unbranched, cyclic or polycyclic, aliphatic hydrocarbon containing 1-8 contiguous aliphatic carbon atoms;

where each heteroaliphatic moiety is an independently chosen 2-8-membered non-cyclic or 3-10-membered cyclic aliphatic moiety which contains one or more oxygen, sulfur, nitrogen, phosphorous or silicon atoms;

where each aryl moiety is an independently chosen 6-14-membered mono- or polycyclic unsaturated moiety;

where each heteroaryl moiety is an independently chosen 5-6-membered monocyclic or 9-14-membered polycyclic unsaturated moiety which contains one or more oxygen, sulfur or nitrogen atoms; and

where each acyl moiety is an independently chosen $-OCR$ group where R is an aliphatic, heteroaliphatic, aryl, or heteroaryl moiety;

or a pharmaceutically acceptable ~~derivative~~ salt thereof.

2. **(Currently amended)** The compound of claim 1 wherein n is 2, R^{28} is H, R^{7a} is $-OMe$, R^{7b} is H and R^{43} is an aliphatic moiety.

3. **(Currently amended)** The compound of claim 1 ~~or 2~~ wherein R^{7a} is -OMe and R^{7b} is H.
4. **(Currently amended)** The compound of ~~any of claims 1-3~~ claim 1 wherein R²⁸ is H.
5. **(Currently amended)** The compound of ~~any of claims 1-4~~ claim 1 wherein R⁴³ is H.
6. **(Currently amended)** The compound of ~~any of claims 1, 2, 4 or 5~~ claim 1 wherein either R^{7a} is a moiety other than -OMe or R^{7b} is a moiety other than H.
7. **(Currently amended)** The compound of claim 6 wherein one of R^{7a} and R^{7b} is -NR^BC(O)R^A, -NR^BC(O)OR^A, -NR^BSO₂R^A, ~~or~~ -NR^BSO₂NR^AR^{B'} or -NR^BC(O)NR^AR^{B'}.
8. **(Original)** The compound of claim 7 in which R^B is H, OH or alkyl.
9. **(Currently amended)** The compound of ~~any of claims 1-4 and 6-8~~ claim 1 wherein R⁴³ is an aliphatic moiety.
10. **(Currently amended)** The compound of claim 9 wherein R⁴³ is an ~~optionally-substituted~~ alkyl moiety.
11. **(Original)** The compound of claim 10 wherein the alkyl moiety is a hydroxyalkyl moiety.
12. **(Currently amended)** The compound of claim 9 wherein R⁴³ is an ~~optionally-substituted~~ alkenyl moiety.
13. **(Currently amended)** The compound of claim 12 wherein the alkenyl moiety is an ~~allyl~~ ~~or-substituted allyl~~ group.
14. **(Currently amended)** The compound of ~~any of claims 1-4 and 6-8~~ claim 1 wherein R⁴³ is an acyl moiety.

15. (Canceled)

16. (Currently amended) The compound of claim ~~14~~ 15 wherein R⁴³ is an acyl moiety of the formula R^AR^BN-alkyl-C(O)-.

17. (Original) The compound of claim 2, wherein R²⁸ and R⁴³ are H, R^{7a} is -OMe, and R^{7b} is H.

18. (Currently amended) The compound of ~~any of claims 6-8~~ claim 6 wherein n is 2, and R²⁸ and R⁴³ are H.

19. (Currently amended) The compound of any of claims 1, 3-14, 16, 22, 23, 89 or 90 ~~9-18~~ wherein n is 2, ~~R²⁸ is H, R^{7a} is -OMe and R^{7b} is H.~~

20-21. (Canceled)

22. (Currently amended) The compound of claim 1 ~~20 or 21~~ wherein the compound has the formula II in which -OR⁴³ is in the S orientation.

23. (Currently amended) The compound of claim 1, ~~20 or 21~~ wherein the compound has the formula II in which -OR⁴³ is in the R orientation.

24-40. (Canceled)

41. (Currently amended) A composition comprising a compound of any of claims ~~1-40~~ 1-18, 22-23, 89 or 90 and ~~and~~ one or more pharmaceutically acceptable carriers, diluents or excipients.

42. (Currently amended) A method for ~~epimerizing the hydroxy group of an aldol moiety~~ producing a compound of claim 1 which comprises contacting a homologous C28 epimer

~~compound containing an aldol moiety~~ with a titanium tetraalkoxide reagent under suitable conditions and for a sufficient time to permit epimerization.

43. **(Original)** The method of claim 42 wherein the titanium tetraalkoxide reagent is titanium tetraisopropoxide.

44. **(Currently amended)** The method of claim 42 ~~claims 42 or 43~~ which further comprises recovering the epimerized product.

45. **(Currently amended)** The method of any of claims 42-44 wherein the ~~aldol-containing~~ homologous C28 epimer compound is rapamycin ~~or a rapamycin derivative or analog~~.

46-77. **(Canceled)**

78. **(New)** The compound of any of claims 1-18, 22-23, 89 or 90 wherein each aliphatic, acyl, aroyl, heteroaroyl, heteroaliphatic, aryl or heteroaryl moiety contains one or more optional substituents selected from the group consisting of -OH, -OR², -SH, -SR², -CHO, =O, -COOH (or ester, carbamate, urea, oxime or carbonate thereof), -NH₂ (or substituted amine, amide, urea, carbamate or guanidino derivative thereof), halo, trihaloalkyl, cyano, -SO₂-CF₃, -OSO₂F, -OS(O)₂R¹¹, -SO₂-NHR¹¹, -NHSO₂-R¹¹, sulfate, sulfonate, aryl and heteroaryl moieties; where R² is an aliphatic, heteroaliphatic, aryl, heteroaryl or alkylaryl moiety; and where R¹¹ is H or an aliphatic, heteroaliphatic, aryl or heteroaryl moiety.

79. **(New)** The compound of any of claims 1-18, 22-23, 89 or 90 wherein each aroyl, heteroaroyl, aryl or heteroaryl moiety contains one or more optional substituents selected from the group consisting of hydroxy, C1-C8 alkoxy, C1-C8 branched or straight-chain alkyl, acyloxy, carbamoyl, amino, N-acylamino, nitro, halo, trihalomethyl, cyano, and carboxyl.

80. **(New)** The compound of any of claims 10, 12 or 14 wherein each alkyl, alkenyl or acyl moiety contains one or more optional substituents selected from the group consisting of -OH, -OR², -SH, -SR², -CHO, =O, -COOH (or ester, carbamate, urea, oxime or carbonate thereof), -

NH₂ (or substituted amine, amide, urea, carbamate or guanidino derivative thereof), halo, trihaloalkyl, cyano, -SO₂-CF₃, -OSO₂F, -OS(O)₂R¹¹, -SO₂-NHR¹¹, -NHSO₂-R¹¹, sulfate, sulfonate, aryl and heteroaryl moieties;
where R² is an aliphatic, heteroaliphatic, aryl, heteroaryl or alkylaryl moiety; and
where R¹¹ is H or an aliphatic, heteroaliphatic, aryl or heteroaryl moiety.

81. (New) 28-epirapamycin or a pharmaceutically acceptable salt thereof.

82. (New) 29-epirapamycin or a pharmaceutically acceptable salt thereof.

83. (New) 28, 29-bis-epirapamycin or a pharmaceutically acceptable salt thereof.

84. (New) The compound of any of claims 81-83 in which the hydroxyl group at position 43 is replaced with OR⁴³ wherein R⁴³ is an aliphatic, acyl, aroyl or heteroaroyl moiety;
where an aliphatic moiety is a saturated or unsaturated, branched or unbranched, cyclic or polycyclic, aliphatic hydrocarbon containing 1-8 contiguous aliphatic carbon atoms;
where a heteroaliphatic moiety is a 2-8-membered non-cyclic or 3-10-membered cyclic aliphatic moiety which contains one or more oxygen, sulfur, nitrogen, phosphorous or silicon atoms;
where an aryl moiety is a 6-14-membered mono- or polycyclic unsaturated moiety;
where a heteroaryl moiety is a 5-6-membered monocyclic or 9-14-membered polycyclic unsaturated moiety which contains one or more oxygen, sulfur or nitrogen atoms; and
where an acyl moiety is an -OCR group where R is an aliphatic, heteroaliphatic, aryl, or heteroaryl moiety.

85. (New) The compound of claim 84 wherein each aliphatic, acyl, aroyl or heteroaroyl moiety contains one or more optional substituents selected from the group consisting of -OH, -OR², -SH, -SR², -CHO, =O, -COOH (or ester, carbamate, urea, oxime or carbonate thereof), -NH₂ (or substituted amine, amide, urea, carbamate or guanidino derivative thereof), halo, trihaloalkyl, cyano, -SO₂-CF₃, -OSO₂F, -OS(O)₂R¹¹, -SO₂-NHR¹¹, -NHSO₂-R¹¹, sulfate, sulfonate, aryl and heteroaryl moieties;

where R^2 is an aliphatic, heteroaliphatic, aryl, heteroaryl or alkylaryl moiety; and
where R^{11} is H or an aliphatic, heteroaliphatic, aryl or heteroaryl moiety.

86. (New) The compound of claim 84 wherein each aroyl or heteroaroaryl moiety contains one or more optional substituents selected from the group consisting of hydroxy, C1-C8 alkoxy, C1-C8 branched or straight-chain alkyl, acyloxy, carbamoyl, amino, N-acylamino, nitro, halo, trihalomethyl, cyano, and carboxyl.

87. (New) The compound of claim 84 wherein R^{43} is a hydroxyalkyl moiety that contains one or more optional substituents selected from the group consisting of -OH, -OR², -SH, -SR², -CHO, =O, -COOH (or ester, carbamate, urea, oxime or carbonate thereof), -NH₂ (or substituted amine, amide, urea, carbamate or guanidino derivative thereof), halo, trihaloalkyl, cyano, -SO₂-CF₃, -OSO₂F, -OS(O)₂R¹¹, -SO₂-NHR¹¹, -NHSO₂-R¹¹, sulfate, sulfonate, aryl and heteroaryl moieties;

where R^2 is an aliphatic, heteroaliphatic, aryl, heteroaryl or alkylaryl moiety; and
where R^{11} is H or an aliphatic, heteroaliphatic, aryl or heteroaryl moiety.

88. (New) The compound of claim 84 wherein R^{43} is an acyl moiety that contains one or more optional substituents selected from the group consisting of -OH, -OR², -SH, -SR², -CHO, =O, -COOH (or ester, carbamate, urea, oxime or carbonate thereof), -NH₂ (or substituted amine, amide, urea, carbamate or guanidino derivative thereof), halo, trihaloalkyl, cyano, -SO₂-CF₃, -OSO₂F, -OS(O)₂R¹¹, -SO₂-NHR¹¹, -NHSO₂-R¹¹, sulfate, sulfonate, aryl and heteroaryl moieties;
where R^2 is an aliphatic, heteroaliphatic, aryl, heteroaryl or alkylaryl moiety; and
where R^{11} is H or an aliphatic, heteroaliphatic, aryl or heteroaryl moiety.

89. (New) The compound of claim 1, wherein the compound has the formula I.

90. (New) The compound of claim 1, wherein the compound has the formula II.